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March 15, 2016

VIA HAND DELIVERY

Kathryn Belfi
Director of Financial Regulation
Connecticut Insurance Department
153 Market Street
PO Box 816
Hartford, CT 06142-0816

Re: Docket # EX-15-150 – Amended and Restated Form A State Regarding the Acquisition of Control of PHL Variable Insurance Company, Phoenix Life and Annuity Company, and American Phoenix Life and Reassurance Company

Dear Ms. Belfi:

Enclosed please find the following:


- One (1) original and five (5) copies of the response letter to your March 8, 2016 letter;
- One (1) original and five (5) copies of the Amended and Restated Form A and all attachments thereto;
- Six (6) copies of a blackline of the Form (A) (as originally filed) against the Amended and Restated Form A (under separate seal as these documents are being submitted confidentially and are not subject to disclosure);
- One (1) original and five (5) copies of the Biographical Affidavits for J. Cohen, J. O'Connor and J. Olshansky;
- Six (6) copies of the redacted Biographical Affidavits for J. Cohen, J. O'Connor and J. Olshansky;

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- A USB key containing .pdf files of the response letter and Amended and Restated Form A and all attachments thereto (including the redacted Biographical Affidavits).

Please do not hesitate to contact me at sscaligiuri@daypitney.com and 860-275-0396 with any questions regarding this filing.

Yours very truly,



Sam S.F. Caligiuri

SSFC/ejk
Enclosures

cc: Kostas Cheliotis, Esq.
Michael D. Devins, Esq.